

HEARING DATE AND TIME: February 28, 2012 at 9:45 a.m. (Eastern Time)
OBJECTION DEADLINE: February 16, 2012 at 4:00 p.m. (Eastern Time)

AKIN GUMP STRAUSS HAUER & FELD LLP

One Bryant Park
New York, New York 10036
(212) 872-1000 (Telephone)
(212) 872-1002 (Facsimile)
Daniel H. Golden
Philip C. Dublin
Sean E. O'Donnell

*Counsel for Green Hunt Wedlake, Inc.,
Trustee of General Motors Nova Scotia Finance Company*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:	:	Chapter 11
	:	
Motors Liquidation Company., <i>et al.</i> ,	:	Case No. 09-50026 (REG)
<i>f/k/a General Motors Corp., et al.</i> ,	:	
	:	
Debtors.	:	(Jointly Administered)
	:	

**RESPONSE OF GREEN HUNT WEDLAKE, INC., TRUSTEE OF GENERAL
MOTORS NOVA SCOTIA FINANCE COMPANY, REGARDING MOTION OF
MOTORS LIQUIDATION COMPANY GUC TRUST PURSUANT TO
11 U.S.C. § 107(B) AND FED. R. BANKR. P. 9018 FOR AN ORDER
AUTHORIZING FILING OF COMPLAINT UNDER SEAL**

Green Hunt Wedlake, Inc., in its capacity as trustee (the “**Nova Scotia Trustee**”) for General Motors Nova Scotia Finance Company (“**GM Nova Scotia**”), by and through its undersigned counsel, hereby submits this response (the “**Response**”) to the *Motion of Motors Liquidation Company GUC Trust Pursuant to 11 U.S.C. § 107(b) and Fed. R. Bankr. P. 9018 for an Order Authorizing Filing of Complaint Under Seal*, (the “**Motion**”)¹ (Docket No. 11315). In support of this Response, the Nova Scotia Trustee respectfully represents as follows:

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

RESPONSE

1. By the Motion, the Motors Liquidation Company General Unsecured Creditors' Trust (the "**GUC Trust**") seeks to file under seal a complaint (the "**Complaint**") which, according to the Motion, "includes allegations that are based upon information that has been designated as Confidential Information or Highly Confidential Information" under the terms of the protective order (the "**Protective Order**") entered into by the GUC Trust, the Nova Scotia Trustee, the Noteholders of GM Nova Scotia, and New GM (collectively, the "**Parties**"). Although the GUC Trust does not seek to file any documents designated as confidential, it asserts that the allegations in the Complaint are derived from certain documents the Parties produced and designated as "Confidential Information" under the Protective Order.

2. Last December, the GUC Trust provided the Parties with a draft of the Complaint, seeking the Parties' consent to public filing. The Nova Scotia Trustee reviewed the draft Complaint and found it to contain certain factually inaccurate allegations, several of which were brought to the GUC Trust's attention, as described in New GM's response to the Motion at ¶ 11. The GUC Trust accordingly revised the draft Complaint and once again sought the Parties' approval for public filing. The GUC Trust refused to provide the Nova Scotia Trustee with a draft of the revised version of the Complaint prior to filing. As a result, the Nova Scotia Trustee was unable to consent to a public filing, and the GUC Trust filed the instant Motion.

3. Now that the GUC Trust has filed the Motion and provided the Nova Scotia Trustee with a revised copy of the Complaint, the Nova Scotia Trustee consents to the public filing (although it continues to dispute the allegations contained therein). To the extent the GUC Trust seeks to file any of the underlying documents publicly, the Nova Scotia Trustee will confer with the GUC Trust in good faith. The Nova Scotia Trustee reserves all rights with respect to the

confidential documents, including the right to object to or withhold consent to future public filings.

4. The Nova Scotia Trustee strongly disputes the allegations contained in the Complaint and reserves all its rights and remedies in responding to those allegations.

5. In light of the fact that the Nova Scotia Trustee and the other Parties to the Confidentiality Agreement have consented to the public filing of the Complaint, the Nova Scotia Trustee believes that the relief requested in the Motion is no longer necessary.

Dated: February 16, 2012

Respectfully Submitted,

/s/Daniel H. Golden

Daniel H. Golden

Philip C. Dublin

Sean E. O'Donnell

Akin Gump Strauss Hauer & Feld LLP

One Bryant Park

New York, NY 10036

Telephone: (212) 872-1000

Facsimile: (212) 872-1002

Counsel for Green Hunt Wedlake, Inc.

*Trustee of General Motors Nova Scotia Finance
Company*